

ARUGN TECHNOLOGIES PRIVATE LIMITED

(formerly Arugn Herbals Private Limited)

Registered Office : B-46, Goel House, Road No.-28, Vishal Enclave, New Delhi -110027

E-mail: corporate@arugntech.com CIN: U74900DL2021PTC388342

To,

BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001.

REPORT OF THE BOARD OF DIRECTORS RECOMMENDING THE DRAFT SCHEME

Dear Sir/Madam,

The Board of Directors of the Company, at its meeting held on Monday, 30th March, 2026, has considered and approved the draft Scheme of Amalgamation (“Scheme”), subject to requisite statutory and regulatory approvals. While recommending the Scheme, the Board has, inter alia, taken into consideration the Valuation Report dated 25th March, 2026 issued by Mr. Abhishek Goel (Registered Valuer – IBBI/RV/06/2021/14478) and other relevant documents.

The Board has examined the impact of the Scheme on the holders of Non-Convertible Debentures (“NCDs”) and confirms that the Scheme does not envisage any change or variation in the existing terms and conditions of the NCDs, including interest rate, tenure, security, redemption or other rights attached thereto. The rights, obligations and entitlements of the holders of NCDs shall remain unaffected.

The Board further confirms that adequate safeguards have been provided for the protection of the holders of NCDs and that, post implementation of the Scheme, the Company / resulting entity shall continue to comply with all covenants, maintain the requisite security cover and honour all payment obligations in accordance with the terms of issue and applicable law.

Since the Scheme does not adversely affect the rights of the holders of NCDs and does not involve any variation in the terms of issue of the NCDs, no exit offer is proposed to be provided to the dissenting holders of NCDs. The Company further confirms that it has not issued any Non-Convertible Redeemable Preference Shares (“NCRPS”) and accordingly, the provisions relating thereto are not applicable.

Based on the above, the Board is of the opinion that the Scheme is fair, reasonable and not detrimental to the interests of the holders of NCDs and accordingly recommends the Scheme for approval.

For Arugn Technologies Private Limited

Mahendra Nath Vyas
Director
DIN: 00131149